

GATX

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GATX CORPORATION

120 SOUTH RIVERSIDE PLAZA
CHICAGO, IL 60606
312-621-6200

LAW DEPARTMENT

13.00

June 21, 1988

RECORDATION NO. 5581-M

Secretary of the Interstate
Commerce Commission
Washington, DC 20006

JUN 28 1988 - 9 AM

INTERSTATE COMMERCE COMMISSION

RE: General American Transportation Corporation
Equipment Trust Series 66

Gentlemen:

Enclosed herewith are five (5) signed copies of a Supplemental Agreement dated as of May 2, 1988, deleting a portion of the railroad cars covered by the above Trust Agreement, together with our check for \$13.00 to cover the filing and recordation fees.

The Trust Agreement was first recorded in the office of the Secretary of the Interstate Commerce Commission on February 12, 1970 under Recordation No. 5581.

The Trust Equipment deleted by the enclosed consists of railroad cars described in the aforementioned documents (primarily railroad cars of various AAR, DOT and ICC classifications) and the road numbers of such cars are listed in said documents.

The names and addresses of the parties referred to in said agreements are:

Chemical Bank
55 Water Street
New York, NY 10041
Attention: Joseph E. Murray

GATX Corporation
120 South Riverside Plaza
Chicago, IL 60606
Attention: F. B. Ollett, III

If you have any questions, feel free to call me at (312) 621-6603.

Very truly yours,

Janice M. Alonso

Janice M. Alonso
Assistant Secretary

JMA/djw
4430D

Counterpart - Robert E. Schell

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST, SERIES 66

RECORDATION NO. 5581-M FILED 2288

JUN 28 1988 -9 AM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENTAL AGREEMENT DATED AS OF MAY 2, 1988
TO EQUIPMENT TRUST AGREEMENT DATED AS OF FEBRUARY 15, 1970

BY AND BETWEEN

CHEMICAL BANK, TRUSTEE

AND

GATX CORPORATION

(FORMERLY KNOWN AS GENERAL AMERICAN TRANSPORTATION CORPORATION)

Supplemental Agreement dated as of May 2, 1988 by and between Chemical Bank, a New York corporation, as Trustee, and GATX Corporation, a New York corporation, formerly known as General American Transportation Corporation.

Whereas, the parties hereto entered into an Equipment Trust Agreement dated as of February 15, 1970 (the "Agreement") creating General American Transportation Corporation Equipment Trust, Series 66, which Agreement was filed and recorded with the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act on February 12, 1970, Recordation No. 5581; and

Whereas, the parties hereto wish to amend Schedule A to the Agreement;

NOW, THEREFORE, the parties hereto agree that Schedule A to the Agreement is hereby amended by:

- (a) deleting therefrom the units of Trust Equipment described in Schedule I attached hereto, and
- (b) substituting therefor the units of Equipment described in Schedule II attached hereto.


IN WITNESS WHEREOF, the parties hereto have caused these presents to be signed in their respective corporate names and their respective corporate seals to be hereunto affixed, duly attested, as of May 2, 1988.

CHEMICAL BANK, TRUSTEE

By: 

SENIOR TRUST OFFICER

ATTEST:



UNITED STATES

GATX CORPORATION
(FORMERLY KNOWN AS GENERAL
AMERICAN TRANSPORTATION
CORPORATION)

By: 

Frederick B. Ollett, III
Treasurer

ATTEST:



Assistant Secretary
3688D

STATE OF New York)

) ss.:

COUNTY OF New York)

On this 1st day of June 1988, before me personally appeared J. Murray, to me personally known, who, being by me duly sworn, says that he is Senior Trust Officer of Chemical Bank, that one of the seals affixed to the foregoing instrument is the corporate seal of said bank, that said instrument was signed and sealed on behalf of said bank by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Emily Laya
Notary Public

* * * * *

STATE OF ILLINOIS)

) ss.:

COUNTY OF COOK)

On this May 2, 1988, before me personally appeared Frederick B. Ollett, III, to me personally known, who, being by me duly sworn, said that he is Vice President and Treasurer of GATX Corporation, that one of the seals affixed to the foregoing instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Charolette J. Faust
Notary Public

3688D

SCHEDULE 1

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST - SERIES 66

CARS TO BE REMOVED

QUANTITY	CLASSIFICATION	CAPACITY IN GALLONS	INITIALED AND CAR NUMBERS	COST EACH	VALUE EACH	TOTAL VALUE		YEAR INTO SERVICE	YEAR ACQUIRED
1 Tank Car	AAR 204-W	24,000	GATX 93326.	\$72,857.00	\$90,852.00	\$	90,852.00	2-1969	2-1969
4 Tank Cars	DOT 103-W	10,000	GATX 62641, 62642, 62645, 62647,	19,468.00	12,868.00		51,472.00	9-1960	9-1960
1 Tank Car	DOT 103-W	10,000	GATX 62693.	10,919.00	2,807.00		2,807.00	2-1957	2-1957
1 Tank Car	DOT 103-W	10,000	GATX 63051.	20,132.00	13,307.00		13,307.00	11-1960	11-1960
1 Tank Car	DOT 103-W	10,000	GATX 70148.	11,695.00	7,730.00		7,730.00	10-1960	10-1960
2 Tank Cars	DOT 103-W	10,000	GATX 70153, 70155.	10,736.00	3,943.00		7,886.00	3-1957	3-1957
2 Tank Cars	DOT 103-W	10,000	GATX 73269, 73277.	11,432.00	4,199.00		8,398.00	3-1957	3-1957
1 Tank Car	DOT 103-W	10,000	GATX 73359.	10,800.00	3,966.00		3,966.00	5-1957	5-1957
3 Tank Cars	DOT 103-W	10,000	GATX 73402, 73405, 73408.	11,549.00	2,969.00		8,907.00	6-1957	6-1957
1 Tank Car	DOT 103-W	12,500	GATX 38913.	14,700.00	9,716.00		9,716.00	8-1960	8-1960
1 Tank Car	DOT 103-W	12,500	GATX 38936.	14,700.00	9,716.00		9,716.00	9-1960	9-1960
1 Tank Car	DOT 103AL-W	6,000	GATX 75040.	24,649.00	13,720.00		13,720.00	2-1960	2-1960
1 Tank Car	DOT 103AL-W	10,000	GATX 87083.	14,541.00	8,189.00		8,189.00	10-1959	10-1959
1 Tank Car	DOT 103AL-W	10,000	GATX 87514.	15,340.00	8,639.00		8,639.00	11-1959	11-1959
1 Tank Car	DOT 103AL-W	10,000	GATX 87538.	14,469.00	9,564.00		9,564.00	4-1960	4-1960
2 Tank Cars	DOT 103B-W	10,000	GATX 72779, 72791.	12,126.00	6,829.00		13,658.00	9-1959	9-1959

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GENERAL AMERICAN TRANSPORTATION CORPORATION
EQUIPMENT TRUST - SERIES 66
CARS TO BE REMOVED

QUANTITY	CLASSIFICATION	CAPACITY IN GALLONS	INITIALED AND CAR NUMBERS	COST EACH	VALUE EACH	TOTAL VALUE	YEAR INTO SERVICE	YEAR ACQUIRED
1 Tank Car	DOT 105A100-W	11,000	GATX 80494.	\$13,969.00	\$ 9,233.00	\$ 9,233.00	3-1960	3-1960
1 Tank Car	DOT 105A300-W	10,800	GATX 83057.	13,274.00	8,774.00	8,774.00	4-1960	4-1960
3 Tank Cars	DOT 111A100-W-1	8,000	GATX 92811, 92814, 92816.	14,630.00	18,243.00	54,729.00	2-1969	2-1969
1 Tank Car	DOT 111A100-W-1	8,000	GATX 92818.	14,630.00	18,243.00	18,243.00	1-1969	1-1969
1 Tank Car	DOT 111A100-W-1	8,000	GATX 92828.	14,630.00	19,516.00	19,516.00	4-1969	4-1969
1 Tank Car	DOT 111A100-W-1	20,000	GATX 39294.	14,225.00	10,909.00	10,909.00	4-1961	4-1961
1 Tank Car	DOT 111A100-W-1	20,000	GATX 39351.	14,225.00	10,909.00	10,909.00	7-1961	7-1961
1 Tank Car	DOT 111A100-W-1	20,000	GATX 39501.	13,962.00	10,707.00	10,707.00	8-1961	8-1961
1 Tank Car	DOT 111A100-W-1	20,000	GATX 39519.	13,962.00	10,707.00	10,707.00	11-1961	11-1961
1 Tank Car	DOT 111A100-W-1	20,000	GATX 66928.	14,321.00	18,640.00	18,640.00	12-1968	12-1968
1 Tank Car	DOT 111A100-W-1	20,000	GATX 66994.	14,143.00	18,866.00	18,866.00	3-1969	3-1969
1 Tank Car	DOT 111A100-W-1	20,000	GATX 76346.	16,165.00	12,397.00	12,397.00	5-1961	5-1961
1 Tank Car	DOT 111A100-W-1	20,000	GATX 76348.	16,115.00	12,358.00	12,358.00	11-1961	11-1961
1 Tank Car	DOT 111A100-W-1	20,000	GATX 81655.	16,362.00	20,403.00	20,403.00	1-1969	1-1969
1 Tank Car	DOT 111A100-W-1	20,000	GATX 81661.	16,362.00	20,403.00	20,403.00	2-1969	2-1969
1 Tank Car	DOT 111A100-W-1	20,000	GATX 93601.	14,136.00	18,857.00	18,857.00	5-1969	5-1969

SCHEDULE 1

GENERAL AMERICAN TRANSPORTATION CORPORATION
EQUIPMENT TRUST - SERIES 66

CARS TO BE REMOVED

QUANTITY	CLASSIFICATION	CAPACITY IN GALLONS	INITIALED AND CAR NUMBERS	COST EACH	VALUE EACH	TOTAL VALUE	YEAR INTO SERVICE	YEAR ACQUIRED
1 Tank Car	DOT 111A100-W-2	11,000	GATX 82393.	\$11,175.00	\$ 7,386.00	\$ 7,386.00	11-1960	11-1960
1 Tank Car	DOT 111A100-W-2	13,500	GATX 66853.	12,623.00	15,741.00	15,741.00	2-1969	2-1969
1 Tank Car	DOT 111A100-W-5	20,000	GATX 35063.	12,194.00	6,867.00	6,867.00	9-1959	9-1959
2 Tank Cars	DOT 111A60-W-1	10,000	GATX 32032, 32034.	12,018.00	7,944.00	15,888.00	8-1960	8-1960
3 Tank Cars	DOT 111A60-W-1	10,000	GATX 78274, 78282, 78284.	12,029.00	7,951.00	23,853.00	7-1960	7-1960
1 Tank Car	DOT 111A60-W-1	10,000	GATX 80495.	13,969.00	9,233.00	9,233.00	3-1960	3-1960
7 Tank Cars	DOT 111A60-W-1	10,000	GATX 82316, 82345, 82355, 82359, 82366, 82371, 82372.	11,175.00	7,386.00	51,702.00	9-1960	9-1960
3 Tank Cars	DOT 111A60-W-1	10,000	GATX 82381, 82383, 82386.	11,175.00	7,386.00	22,158.00	10-1960	10-1960
1 Tank Car	DOT 111A60-W-1	10,000	GATX 93298.	11,100.00	14,807.00	14,807.00	3-1969	3-1969
1 Tank Car	DOT 111A60-W-1	20,000	GATX 93537.	16,736.00	22,325.00	22,325.00	4-1969	4-1969
1 Tank Car	DOT 111A60-W-1	23,100	GATX 93030.	18,655.00	24,886.00	24,886.00	3-1969	3-1969
2 Tank Cars	DOT 111A60AL-W-1	10,000	GATX 84642, 84644.	19,060.00	12,598.00	25,196.00	12-1960	12-1960
5 Tank Cars	ICC 105A500-W	17,300	GATX 97956, 97970, 97972, 97974, 97979.	18,626.00	24,243.00	121,215.00	11-1968	11-1968
1 Tank Car	ICC 105A500-W	17,300	GATX 97957.	18,626.00	24,243.00	24,243.00	12-1968	12-1968
2 Tank Cars	ICC 111A100-W-1	13,200	GATX 38323, 38324.	16,691.00	21,725.00	43,450.00	6-1968	6-1968

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GENERAL AMERICAN TRANSPORTATION CORPORATION
EQUIPMENT TRUST - SERIES 66
CARS TO BE REMOVED

QUANTITY	CLASSIFICATION	CAPACITY IN GALLONS	INITIALED AND CAR NUMBERS	COST EACH	VALUE EACH	TOTAL VALUE	YEAR INTO SERVICE	YEAR ACQUIRED
1 Tank Car	ICC 111A100-W-1	13,200	GATX 38331.	\$16,691.00	\$21,725.00	\$ 21,725.00	7-1968	7-1968
1 Tank Car	ICC 111A100-W-1	13,200	GATX 38338.	16,691.00	21,725.00	21,725.00	8-1968	8-1968
2 Tank Cars	ICC 111A100-W-1	13,200	GATX 92071, 92074.	18,038.00	23,478.00	46,956.00	6-1968	6-1968
2 Tank Cars	ICC 111A100-W-1	13,200	GATX 92102, 92106.	18,297.00	23,815.00	47,630.00	9-1968	9-1968
2 Tank Cars	ICC 111A100-W-1	13,200	GATX 92171, 92182.	18,297.00	23,815.00	47,630.00	10-1968	10-1968
1 Tank Car	ICC 111A100-W-1	20,000	GATX 14210.	14,046.00	18,282.00	18,282.00	8-1968	8-1968
1 Tank Car	ICC 111A100-W-1	20,000	GATX 92195.	14,217.00	18,505.00	18,505.00	5-1968	5-1968
1 Tank Car	ICC 111A100-W-2	13,300	GATX 38343.	12,700.00	16,530.00	16,530.00	6-1968	6-1968
4 Tank Cars	ICC 111A100-W-2	13,300	GATX 97218, 97219, 97234, 97242.	12,748.00	16,592.00	66,368.00	10-1968	10-1968
1 Tank Car	ICC 112A340-W	26,100	GATX 21957.	16,173.00	21,051.00	21,051.00	6-1968	6-1968
1 Airslide Car	L0	2,600 Cu.Ft.	GACX 44473.	10,258.00	10,924.00	10,924.00	6-1960	6-1960
6 Airslide Cars	L0	2,600 Cu.Ft.	GACX 44650, 44668, 44669, 44671-44673.	11,326.00	12,061.00	72,366.00	8-1960	8-1960
2 Airslide Cars	L0	2,600 Cu.Ft.	GACX 44680, 44684.	11,326.00	12,061.00	24,122.00	9-1960	9-1960
1 Airslide Car	L0	2,600 Cu.Ft.	GACX 48048.	18,680.00	23,081.00	23,081.00	3-1977	3-1977

SCHEDULE 1

GENERAL AMERICAN TRANSPORTATION CORPORATION
EQUIPMENT TRUST - SERIES 66

CARS TO BE REMOVED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY IN GALLONS</u>	<u>INITIALED AND CAR NUMBERS</u>	<u>COST EACH</u>	<u>VALUE EACH</u>	<u>TOTAL VALUE</u>	<u>YEAR INTO SERVICE</u>	<u>YEAR ACQUIRED</u>
5	Airstide Cars L0	2,600 Cu.Ft.	PC 878809, 878812, 878819, 878820, 878830.	\$10,498.00	\$11,179.00	\$ 55,895.00	7-1960	7-1960
1	Airstide Car L0	2,600 Cu.Ft.	PC 878841.	10,498.00	11,179.00	11,179.00	6-1960	6-1960
106						\$1,497,097.00		

SCHEDULE 11

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST - SERIES 66

CARS TO BE SUBSTITUTED

QUANTITY	CLASSIFICATION	CAPACITY	INITIALED AND CAR NUMBERS	COST EACH	VALUE EACH	TOTAL VALUE	YEAR INTO SERVICE	YEAR ACQUIRED
13 Tank Cars	DOT 103B-W	10,000	GATX 88443-88455.	\$14,166.00	\$16,484.00	\$ 214,292.00	2-1967	2-1967
4 Tank Cars	DOT 105A500-W	10,800	GATX 59871-59873, 59876.	16,053.00	18,680.00	74,720.00	1-1967	1-1967
5 Tank Cars	DOT 105A500-W	10,800	GATX 59892, 59893, 59895, 59897, 59899.	16,053.00	18,680.00	93,400.00	2-1967	2-1967
4 Tank Cars	DOT 111A100-W-1	15,000	GATX 38415-38418.	15,911.00	18,514.00	74,056.00	1-1967	1-1967
14 Tank Cars	DOT 111A100-W-1	15,000	GATX 38435-38439, 38441- 38445, 38448, 38454, 38455, 38457.	16,058.00	18,685.00	261,590.00	1-1967	1-1967
20 Tank Cars	DOT 111A100-W-1	15,000	GATX 64134-64138, 64140- 64142, 64144, 64145, 64147-64151, 64153- 64157.	16,873.00	19,634.00	392,680.00	2-1967	2-1967
5 Tank Cars	DOT 111A100-W-1	16,000	GATX 99416-99420.	17,931.00	20,865.00	104,325.00	2-1967	2-1967
7 Tank Cars	DOT 111A100-W-1	16,000	GATX 99422-99428.	17,634.00	20,519.00	143,633.00	2-1967	2-1967
1 Tank Car	DOT 111A100-W-1	16,000	GATX 99475.	17,740.00	20,643.00	20,643.00	1-1967	1-1967
3 Tank Cars	DOT 111A100-W-1	16,000	GATX 99476-99478.	17,740.00	20,643.00	61,929.00	2-1967	2-1967
1 Tank Car	DOT 111A100-W-1	20,000	GATX 97684.	14,665.00	17,064.00	17,064.00	1-1967	1-1967

SCHEDULE 11

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST - SERIES 66

CARS TO BE SUBSTITUTED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY</u>	<u>INITIALED AND CAR NUMBERS</u>	<u>COST EACH</u>	<u>VALUE EACH</u>	<u>TOTAL VALUE</u>	<u>YEAR INTO SERVICE</u>	<u>YEAR ACQUIRED</u>
1 Tank Car	DOT 111A100-W-1	20,000	GATX 99812.	\$14,641.00	\$17,037.00	\$ 17,037.00	2-1967	2-1967
1 Tank Car	DOT 112J340-W	33,500	GATX 83368.	18,677.00	21,733.00	21,733.00	1-1967	1-1967
79						\$1,497,102.00		